

EXHIBIT A

1 Employment at the Company

1.1 At-Will Employment

All employees of the Company are at-will employees. An employee may resign for any reason or for no reason at all at any time, either with or without advance notice. Likewise, the Company has the right to terminate its employment relationship with an employee for any reason or for no reason at all at any time, either with or without advance notice. No one has authority to enter into any agreement to the contrary or to modify the Company's at-will employment policy except an authorized Company manager or an authorized representative of the Company's Human Resources Department, who may do so only in writing.

1.2 Policy Against Unlawful Discrimination and Harassment

The Company is committed to maintaining a work environment that supports human dignity and personal respect and that is free from unlawful discrimination and harassment. The Company encourages employees who feel that they have been subjected to, or have witnessed, any type of harassment or discrimination to report the conduct using the complaint procedure described below. All complaints will be taken seriously and any employee found to have violated this Policy Against Unlawful Discrimination and Harassment will be subject to such disciplinary action as the Company deems appropriate, up to and including immediate termination of employment.

Scope of Policy: This policy not only covers interactions between and among employees and prospective employees of Orange Business Services U.S., Inc., but it also extends to employee interactions with customers, vendors, and visitors. Employees are prohibited from subjecting any customer, vendor, or visitor of the Company to harassment of any nature. Furthermore, no employee will be required to suffer harassment by any customer, vendor, or visitor of the Company. Employees should immediately report any unwelcome sexual overtures or other forms of unlawful harassment advanced by any customer, vendor, or visitor of the Company by using the Complaint Procedure described within this section.

Equal Employment Opportunity and Non-Discrimination: It is the Company's policy to provide equal employment opportunity for all applicants and employees. The Company does not unlawfully discriminate on the basis of race, color, religion, sex (including pregnancy), gender (which includes gender identity and related medical conditions), national origin, ancestry, age, disability, marital status, sexual orientation, veteran status, genetic information, or any other basis protected by applicable federal, state or local laws. Any form of discrimination or harassment related to these factors is expressly prohibited. This policy applies to all terms and conditions of employment, including, but not limited to, hiring, placement, transfer, promotion, termination, layoff, leaves of absence, compensation, and training.

Harassment: The Company does not and will not permit harassment of its employees based on race, color, religion, sex (including pregnancy), gender (which includes gender identity and related medical conditions), national origin, ancestry, age, disability, marital status, sexual orientation, veteran status, genetic information, or any other classification protected by applicable federal, state, or local laws. Harassment will not be tolerated in any form, whether it is committed by managers, employees, or non-employees (i.e., temporary employees, contractors, vendors, clients, etc.). All managers and supervisors are responsible for preventing and eliminating harassment.

Harassment is verbal or physical conduct that denigrates or shows hostility toward an individual or conduct that creates an intimidating, hostile, or offensive working environment for an individual because of his/her race, color, religion, sex (including pregnancy), gender (which

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includes gender identity and related medical conditions), national origin, ancestry, age, disability, marital status, sexual orientation, veteran status, genetic information or any other classification protected by applicable federal, state or local laws. Harassment may include, but is not necessarily limited to, epithets, slurs, jokes, or other verbal or physical conduct relating to one or more of the legally protected classifications listed above.

Sexual harassment consists of unwelcome physical contact, sexual advances, requests for sexual favors and other inappropriate communications or verbal or physical conduct of a sexual nature when:

- * Submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment; or
- * Submission to or rejection of such conduct by an individual is used as the basis for an employment decision affecting such individual; or
- * Such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile, or offensive working environment.

The following are examples of sexually harassing conduct that the Company absolutely prohibits:

- a. Unwanted or unwelcome physical contact or conduct of any kind, including, patting, pinching, brushing up against, hugging, cornering, kissing, fondling, or any other similar physical contact;
- b. Verbal abuse of a sexual nature, including sexual flirtations, advances, propositions, sexual innuendoes, or sexually suggestive, insulting or graphic comments, noises, or sounds;
- c. Sexually explicit, suggestive or offensive jokes, comments or language;
- d. Demeaning, insulting, intimidating, or sexually suggestive comments about an individual's dress, body, appearance, or personal life;
- e. The display or distribution in the workplace of demeaning, insulting, intimidating, or sexually suggestive objects or images, including nude photographs, drawings, or magazine pictures; and
- f. Demeaning, insulting, intimidating, or sexually suggestive written, recorded, or electronically transmitted messages.

The above list is only illustrative of types of conduct that would violate this policy and, as such, does not represent an exhaustive list of conduct or types of conduct that could lead to disciplinary action, up to and including termination of employment. Offensive and inappropriate behavior need not rise to the level of sexual harassment within the meaning of applicable state and federal law to be deemed a violation of this policy. Please note that conduct that has the effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile, or offensive working environment may be "sexual harassment" whether or not the person engaging in the conduct intends to create that effect.

Complaint Procedure: Any employee who believes that he or she has been subjected to discrimination or harassing conduct in violation of this policy should report such conduct immediately to his or her supervisor or to their designated HR Consultant. Similarly, an employee who witnesses conduct that violates this policy should report it immediately to his or her manager or to the designated HR Consultant. If for any reason an employee is uncomfortable approaching his or her manager (for example, if the manager is the person the employee believes to be engaging in the offensive conduct), or if the employee feels that the matter is not being addressed adequately, he or she should promptly bring it to the attention of

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the next level of management or their designated HR Consultant. Managers who receive complaints of harassment or discrimination from an employee must forward them immediately to their designated HR Consultant.

Retaliation Prohibited: Retaliation or reprisal against an employee who reports an alleged violation of this policy or who provides information in any investigation related thereto is strictly prohibited and shall constitute a violation of this policy.

Investigation and Confidentiality: The Company will promptly investigate any complaints of violations of this policy. Employees are required to cooperate fully in any investigation. Although the Company cannot guarantee complete confidentiality in conducting investigations of complaints of harassment and discrimination, it will maintain information obtained in connection with the investigation in as confidential a manner as possible under the circumstances.

Discipline and Other Consequences: If the Company's investigation confirms that harassment, discrimination or other conduct in violation of this policy has occurred, the Company will take prompt and effective action to ensure that the offending conduct or act(s) do not continue. Anyone found to have engaged in conduct prohibited by this policy will be subject to discipline, up to and including termination of employment. Moreover, in addition to facing disciplinary measures, individuals who engage in acts of unlawful harassment or discrimination may be subject to civil and criminal penalties. The Company does not consider conduct in violation of this policy to be within the course and scope of employment or the direct consequence of the discharge of one's duties. Accordingly, to the extent permitted by law, the Company reserves the right not to provide a defense or pay damages assessed against employees for conduct in violation of this policy.

1.3 Accommodating Employees With Disabilities

The Company is committed to providing equal employment opportunities to qualified individuals with disabilities, and the Company will make reasonable accommodations for the known physical or mental disabilities of an otherwise qualified individual unless doing so would result in an undue hardship to the Company.

Any applicant or employee who requires a reasonable accommodation in order to perform the essential functions of the job should contact a manager or their designated HR Consultant to request such an accommodation.

1.4 Employment Classifications

It is the intent of the Company to clearly define employment classifications so that employees understand their employment status and benefits eligibility. These classifications do not guarantee employment for any specified period of time. An employee's classification cannot be modified except upon written notification by a Human Resources representative.

At the time of hire and as duties and responsibilities may change from time to time, employees will be designated as either non-exempt or exempt for purposes of federal and state wage and hour laws.

- * Non-exempt employees are entitled to overtime pay under applicable provisions of federal and state laws.
- * Exempt employees are not entitled to overtime pay under applicable provisions of federal and state wage and hour laws.

In addition to the above categories, each employee is assigned to one of the following employment categories:

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